

NAVISTAR INTERNATIONAL CORP
 Form 4
 July 23, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HARBERT MANAGEMENT CORP

2. Issuer Name and Ticker or Trading Symbol
NAVISTAR INTERNATIONAL CORP [NAVZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE RIVERCHASE PARKWAY SOUTH,
 (Street)
BIRMINGHAM, AL 35244
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
07/19/2007

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/19/2007		P		20,000	A	\$ 70.8
					6,962,845 ⁽¹⁾	I	
Common Stock					3,150,969 ⁽²⁾	I	

By Harbinger Capital Partners Master Fund I, Ltd.

By Harbinger Capital Partners Special

Situations
Fund, L.P.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARBERT MANAGEMENT CORP ONE RIVERCHASE PARKWAY SOUTH BIRMINGHAM, AL 35244		X		
FALCONE PHILIP 555 MADISON AVE 16TH FLOOR NEW YORK, NY 10022		X		
HARBERT RAYMOND J ONE RIVERCHASE PARKWAY SOUTH BIRMINGHAM, AL 35244		X		
LUCE MICHAEL D ONE RIVERCHASE PARKWAY SOUTH BIRMINGHAM, AL 35244		X		

Signatures

Harbert Management Corporation, By: /s/ William R. Lucas, Jr.	07/23/2007
__Signature of Reporting Person	Date
/s/ Philip Falcone	07/23/2007
__Signature of Reporting Person	Date
/s/ Raymond J. Harbert	07/23/2007
__Signature of Reporting Person	Date
/s/ Michael D. Luce	07/23/2007
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These securities are owned by Harbinger Capital Partners Master Fund I, Ltd. (the "Master Fund"). These securities may be deemed to be beneficially owned by Harbert Management Corporation ("HMC"), Philip Falcone, Raymond J. Harbert and Michael D. Luce. HMC serves as managing member of the managing member of the investment manager of the Master Fund. Philip Falcone is the portfolio manager of the Master Fund and a shareholder of HMC. Raymond J. Harbert and Michael D. Luce are shareholders of HMC. Each such Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

- (1) manager of the Master Fund and a shareholder of HMC. Raymond J. Harbert and Michael D. Luce are shareholders of HMC. Each such Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (2) and is a shareholder of HMC. Raymond J. Harbert and Michael D. Luce are shareholders of HMC. Each such Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. n;font-size:10pt;">

Industrial

—

690

1,713

602

690

2,315

3,005

526

1984
2010

Park 100 Building 58

Industrial

—

642

2,201

146

642

2,347

2,989

621

1984
2010

Park 100 Building 62

Industrial

—

616

395

380

Explanation of Responses:

616

775

1,391

208

1986
2010

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation Schedule III
 December 31, 2015
 (in thousands)

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized		Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land	Buildings	Land/Land Acquisition	Buildings/Development	12/31/15	12/31/15				
Park 100 Building 83	Industrial	—	427	1,372	165	427	1,537	1,964	438	1989	2010	
Park 100 Building 84	Industrial	—	427	1,894	229	427	2,123	2,550	514	1989	2010	
Park 100 Building 87	Industrial	—	1,136	6,570	1,805	1,136	8,375	9,511	1,944	1989	2010	
Park 100 Building 97	Industrial	—	1,070	4,903	196	1,070	5,099	6,169	1,022	1994	2010	
Park 100 Building 128	Industrial	7,600	1,152	13,688	507	1,152	14,195	15,347	2,775	1996	2010	
Park 100 Building 129	Industrial	5,439	1,280	8,942	2,079	1,280	11,021	12,301	2,125	2000	2010	
Park 100 Building 131	Industrial	6,314	1,680	10,834	483	1,680	11,317	12,997	2,180	1997	2010	
Jourdanton, Texas												
Jourdanton MOB	Medical Office	—	583	10,152	—	583	10,152	10,735	736	2013	2014	
Katy, Texas												
Methodist St Catherine Plaza 1	Medical Office	—	47	8,320	277	47	8,597	8,644	1,231	2001	2011	
Methodist St Catherine Plaza 2	Medical Office	—	122	11,995	316	122	12,311	12,433	2,318	2004	2011	
Methodist St Catherine Plaza 3	Medical Office	—	131	9,949	143	131	10,092	10,223	2,714	2006	2011	
Keller, Texas												
Baylor Emergency @ Keller	Medical Office	—	2,365	10,028	219	2,365	10,247	12,612	1,163	2013	2013	
Kissimmee, Florida												
Kissimmee Medical Plaza	Medical Office	—	763	18,221	265	763	18,486	19,249	2,876	2009	2012	

Explanation of Responses:

Kutztown, Pennsylvania West Hills Building Center A	Industrial	—	15,340	47,981	46	15,340	48,027	63,367	3,632	2014	2014
West Hills Building Center B	Industrial	—	5,218	13,029	—	5,218	13,029	18,247	395	2015	2015
Kyle, Texas Seton Hays MOB I	Medical Office	—	165	11,730	4,535	165	16,265	16,430	3,383	2009	2009
La Miranda, California Trojan Way	Industrial	—	23,503	33,342	125	23,503	33,467	56,970	5,606	2002	2012
LaPorte, Texas Bayport Container Lot	Grounds	—	3,334	—	1,041	4,375	—	4,375	—	n/a	2010
Las Cruces, New Mexico Mountain View Medical Plaza	Medical Office	—	430	18,892	771	430	19,663	20,093	2,318	2003	2012
Lawrenceville, Georgia Weyerhaeuser BTS	Industrial	8,896	3,974	2,935	56	3,982	2,983	6,965	2,656	2004	2004
Lebanon, Indiana Lebanon Building 4	Industrial	10,733	305	8,664	221	177	9,013	9,190	3,925	2000	1997

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation Schedule III
 December 31, 2015
 (in thousands)

Name	Building Type	Initial Cost		Cost Capitalized Subsequent to 12/31/15			Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
		Encumbrances	Buildings	Development	Land/Leases	Buildings	Total					
Lebanon Building 9	Industrial	10,346	554	6,528	1,067	340	7,809	8,149	3,167	1999	1999	
Lebanon Building 12	Industrial	22,391	5,163	11,249	782	5,163	12,031	17,194	6,672	2003	2003	
Lebanon Building 13	Industrial	8,095	561	5,156	436	1,901	4,252	6,153	2,420	2003	2003	
Lebanon Building 14	Industrial	19,503	2,813	11,137	1,948	2,813	13,085	15,898	5,072	2005	2005	
Lebanon Building 1(Amer Air)	Industrial	—	312	3,786	37	312	3,823	4,135	962	1996	2010	
Lebanon Building 2	Industrial	—	948	19,037	7,733	1,268	26,450	27,718	4,204	2014	2010	
Lebanon Building 6	Industrial	10,615	699	8,250	30	699	8,280	8,979	2,090	1998	2010	
Lebanon, Tennessee Pk 840 Logistics Cnt. Bldg 653	Industrial	—	6,776	8,469	5,889	6,776	14,358	21,134	5,884	2006	2006	
Park 840 East Log. Ctr Bld 300	Industrial	—	7,731	14,881	784	7,852	15,544	23,396	2,842	2013	2013	
Linden, New Jersey 801 West Linden Ave.	Industrial	—	22,134	23,645	3,152	22,134	26,797	48,931	1,254	2014	2014	
301 Pleasant Street	Industrial	—	6,933	8,575	—	6,933	8,575	15,508	267	2015	2015	
Lockbourne, Ohio Creekside XXII	Industrial	—	2,868	17,032	289	2,868	17,321	20,189	3,506	2008	2012	
Creekside XIV	Industrial	—	1,947	11,600	188	1,947	11,788	13,735	1,740	2005	2012	

Explanation of Responses:

Logan Township, New Jersey 1130 Commerce Boulevard	Industrial	—	3,770	19,239	708	3,770	19,947	23,717	1,848	2002	2013
Long Beach, California 3700 Cover Street	Industrial	—	7,280	6,954	—	7,280	6,954	14,234	970	2012	2013
Longview, Texas Longview MOB	Medical Office	14,407	403	26,792	1,007	403	27,799	28,202	5,385	2003	2012
Lynwood, California Century Distribution Center	Industrial	—	16,847	17,881	41	16,847	17,922	34,769	3,491	2007	2011
Mansfield, Texas Baylor Emergency @ Mansfield	Medical Office	—	3,238	9,546	13	3,238	9,559	12,797	772	2014	2014
Manteca, California 600 Spreckels Ave	Industrial	—	4,851	19,703	67	4,851	19,770	24,621	2,925	1999	2012
Marble Falls, Texas Marble Falls Medical Center	Medical Office	—	1,519	18,836	744	1,519	19,580	21,099	2,607	2013	2013
Maryland Heights, Missouri 14000 Riverport Drive	Industrial	—	1,197	8,231	585	942	9,071	10,013	3,945	1992	1997

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Duke Realty Corporation and Duke Realty
Limited Partnership
Real Estate and Accumulated Depreciation
December 31, 2015
(in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to 12/31/15			Book Value	Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land/Buildings/Acquisition	Development	Land/Buildings/Acquisition	Development						
Riverport 3	Industrial	—	1,269	1,755	2,502	1,269	4,257	5,526	2,100	2001	2001	
Riverport 4	Industrial	—	1,864	3,230	1,916	1,864	5,146	7,010	2,267	2007	2007	
McDonough, Georgia												
120 Declaration Drive	Industrial	—	615	8,268	1,258	615	9,526	10,141	3,868	1997	1999	
250 Declaration Drive	Industrial	19,867	2,273	11,408	3,097	2,312	14,466	16,778	5,370	2001	2001	
McKinney, Texas												
Baylor McKinney MOB I	Medical Office	—	313	18,762	6,493	313	25,255	25,568	4,725	2012	2012	
Mechanicsburg, Pennsylvania												
500 Independence Avenue	Industrial	—	4,494	15,711	61	4,494	15,772	20,266	1,639	2008	2013	
Melrose Park, Illinois												
Melrose Business Center	Industrial	—	5,907	17,578	29	5,907	17,607	23,514	3,583	2000	2010	
Mequon, Wisconsin												
Seton Professional Building	Medical Office	—	560	13,281	600	560	13,881	14,441	2,493	1994	2012	
Miami, Florida												
9601 NW 112 Ave - Dade Paper	Industrial	—	11,626	14,651	—	11,626	14,651	26,277	1,492	2003	2013	

Explanation of Responses:

Milwaukee, Wisconsin Water Tower Medical Commons	Medical Office	—	1,024	43,728	92	1,024	43,820	44,844	6,360	2007	2012
Minooka, Illinois 801 Midpoint Rd	Industrial	—	6,282	33,196	386	6,282	33,582	39,864	3,154	2008	2013
Modesto, California 1000 Oates Court	Industrial	—	10,115	18,397	—	10,115	18,397	28,512	3,560	2002	2012
Morgans Point, Texas Barbours Cut I	Industrial	—	1,482	8,209	—	1,482	8,209	9,691	2,021	2004	2010
Barbours Cut II	Industrial	—	1,447	8,471	—	1,447	8,471	9,918	2,086	2005	2010
Morrisville, North Carolina 2600 Perimeter Park Dr	Industrial	—	975	4,470	1,853	991	6,307	7,298	2,570	1997	1999
3000 Perimeter Park Dr (Met 1)	Industrial	—	482	2,140	1,413	491	3,544	4,035	1,491	1989	1999
2900 Perimeter Park Dr (Met 2)	Industrial	—	235	1,437	1,413	241	2,844	3,085	1,202	1990	1999
2800 Perimeter Park Dr (Met 3)	Industrial	—	777	4,227	1,289	791	5,502	6,293	2,250	1992	1999
2700 Perimeter Park	Industrial	—	662	1,107	1,919	662	3,026	3,688	1,102	2001	2001
Perimeter Four	Office	—	5,135	20,539	—	5,135	20,539	25,674	246	2015	2015
100 Innovation	Industrial	—	633	3,455	1,032	633	4,487	5,120	1,802	1994	1999

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation Schedule III
 December 31, 2015
 (in thousands)

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to Acquisition		Gross Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land	Buildings	Land	Buildings	Land	Buildings				
101 Innovation	Industrial	—	615	3,958	237	615	4,195	4,810	1,722	1997	1999	
200 Innovation	Industrial	—	357	3,900	458	357	4,358	4,715	1,802	1999	1999	
501 Innovation	Industrial	—	640	5,477	346	640	5,823	6,463	2,324	1999	1999	
1000 Innovation	Industrial	—	514	2,906	231	514	3,137	3,651	1,141	1996	2002	
1200 Innovation	Industrial	—	740	4,387	361	740	4,748	5,488	1,732	1996	2002	
400 Innovation	Industrial	—	908	1,078	387	908	1,465	2,373	869	2004	2004	
Murfreesboro, Tennessee												
Middle Tenn Med Ctr - MOB	Medical Office	—	—	20,564	5,345	7	25,902	25,909	8,325	2008	2008	
Murphy, Texas												
Baylor Emergency @ Murphy	Medical Office	—	2,218	10,045	796	2,215	10,844	13,059	1,094	2014	2014	
Naperville, Illinois												
1835 Jefferson 175	Industrial	—	3,180	7,921	5	3,184	7,922	11,106	3,148	2005	2003	
Ambassador Drive	Industrial	—	4,778	11,252	11	4,778	11,263	16,041	3,193	2006	2010	
1860 W. Jefferson	Industrial	—	7,016	35,581	65	7,016	35,646	42,662	6,354	2000	2012	
Nashville, Tennessee												
Airpark East-800 Commerce Dr.	Industrial	2,447	1,564	2,341	1,579	1,564	3,920	5,484	1,207	2002	2002	
Nashville Business Center I	Industrial	—	936	5,695	1,552	936	7,247	8,183	3,249	1997	1999	
Nashville Business Center II	Industrial	—	5,659	8,804	1,333	5,659	10,137	15,796	4,668	2005	2005	

Explanation of Responses:

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Four-Forty Business Center I	Industrial—	938	6,369	401	938	6,770	7,708	2,687	1997	1999	
Four-Forty Business Center III	Industrial—	1,812	6,838	1,640	1,812	8,478	10,290	3,516	1998	1999	
Four-Forty Business Center IV	Industrial—	1,522	5,069	1,234	1,522	6,303	7,825	2,536	1997	1999	
Four-Forty Business Center V	Industrial—	471	2,182	1,718	471	3,900	4,371	1,358	1999	1999	
Four-Forty Business Center II	Industrial	1,889	1,108	4,829	9	1,108	4,838	5,946	901	1996	2010
New Century, Kansas New Century Building One	Industrial—	1,710	17,922	(2,309)	1,710	15,613	17,323	2,022	2007	2013	
North Bergen, New Jersey Palisades Ambulatory Care Ctr	Medical Office	—	53	15,650	—	53	15,650	15,703	537	2015	2015
Northlake, Illinois Northlake I	Industrial	8,120	5,721	9,056	882	5,721	9,938	15,659	3,254	2002	2002
Northlake III-Grnd Whse	Industrial	7,298	5,382	5,708	3,568	5,382	9,276	14,658	3,132	2006	2006
200 Champion Way	Industrial—	3,554	12,262	22	3,554	12,284	15,838	2,235	1997	2011	
Orlando, Florida Southcenter I-Brede/Allied BTS	Industrial—	3,094	3,337	131	3,094	3,468	6,562	1,792	2003	2003	

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Duke Realty Corporation and Duke Realty Limited
Partnership
Real Estate and Accumulated Depreciation
December 31, 2015
(in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized			Book Value 12/31/15	Total Depr. (1)	Year Constructed/ Renovated	Year Acquired
			Land/Buildings	Buildings	Development	Land/Land Improvements					
Parksouth Distribution Ctr. B	Industrial	—	565	4,360	604	570	4,959	5,529	2,026	1996	1999
Parksouth Distribution Ctr. A	Industrial	—	493	4,331	848	498	5,174	5,672	2,207	1997	1999
Parksouth Distribution Ctr. D	Industrial	—	593	4,056	996	597	5,048	5,645	2,301	1998	1999
Parksouth Distribution Ctr. E	Industrial	—	649	4,260	1,190	653	5,446	6,099	2,201	1997	1999
Parksouth Distribution Ctr. F	Industrial	—	1,030	4,511	1,607	1,035	6,113	7,148	2,605	1999	1999
Parksouth Distribution Ctr. H	Industrial	—	725	2,875	1,445	730	4,315	5,045	1,640	2000	2000
Parksouth Distribution Ctr. C	Industrial	—	598	1,710	1,695	674	3,329	4,003	1,420	2003	2001
Parksouth-Benjamin Moore BTS	Industrial	—	708	2,067	83	1,129	1,729	2,858	989	2003	2003
Crossroads VII	Industrial	—	2,803	2,850	4,065	2,803	6,915	9,718	2,243	2006	2006
Crossroads VIII	Industrial	—	2,701	4,424	1,914	2,701	6,338	9,039	2,374	2007	2007
E Orlando Med Surgery Plaza	Medical Office	—	683	14,011	205	683	14,216	14,899	2,385	2009	2012
Otsego, Minnesota											
Gateway North 1	Industrial	—	2,243	3,959	1,253	2,287	5,168	7,455	2,185	2007	2007
Gateway North 3	Industrial	—	1,543	6,620	—	1,543	6,620	8,163	178	2015	2015
Gateway North 5	Industrial	—	3,667	16,249	—	3,667	16,249	19,916	602	2015	2015
Gateway North 6	Industrial	—	3,266	11,653	98	3,304	11,713	15,017	627	2014	2014
Pasadena, Texas											
Interport Bldg I	Industrial	—	5,715	32,523	96	5,715	32,619	38,334	3,881	2007	2013
Pembroke Pines, Florida											
Pembroke Pointe A	Office	—	6,643	13,016	—	6,643	13,016	19,659	—	2015	2015
Perris, California											
Duke Perris Logistics Ctr II	Industrial	—	16,210	27,759	—	16,210	27,759	43,969	378	2015	2015
Phoenix, Arizona											
Estrella Buckeye	Industrial	—	1,796	5,374	523	1,796	5,897	7,693	1,867	1996	2010

Explanation of Responses:

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Riverside Business Center	Industrial	—	5,349	12,293	1,451	5,349	13,744	19,093	4,486	2007	2011
2021 S 51st Ave Terminal	Industrial	—	6,554	1,140	58	6,554	1,198	7,752	575	1983	2014
Plainfield, Illinois Edward Plainfield MOB I	Medical Office	—	—	8,688	1,675	—	10,363	10,363	4,504	2006	2007
Plainfield, Indiana Plainfield Building 1	Industrial	20,667	1,104	10,970	7,823	1,097	18,800	19,897	6,492	2000	2000
Plainfield Building 2	Industrial	12,717	1,094	7,675	1,837	1,094	9,512	10,606	3,848	2000	2000

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation
 December 31, 2015
 (in thousands)

Schedule III

Name	Building Type	Encumbered Lands	Initial Cost		Cost Capitalized Subsequent to 12/31/15		Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land	Buildings	Development	Land/Buildings Acquisition	Land	Buildings				
Plainfield Building 3	Industrial	15,931	2,016	8,806	2,637	2,016	11,443	13,459	3,633	2002	2002	
Plainfield Building 5	Industrial	11,786	2,726	5,992	1,105	2,726	7,097	9,823	3,307	2004	2004	
Plainfield Building 8	Industrial	20,852	4,527	11,008	1,123	4,527	12,131	16,658	4,504	2006	2006	
AllPoints Midwest Bldg. 4	Industrial	—	4,111	9,943	—	4,111	9,943	14,054	2,047	2012	2013	
Plano, Texas Baylor Plano MOB	Medical Office	—	16	28,010	8,907	49	36,884	36,933	6,966	2009	2009	
Pompano Beach, Florida Atlantic Business Center 1	Industrial	—	3,165	8,949	1,738	3,165	10,687	13,852	2,039	2000	2010	
Atlantic Business Center 2	Industrial	—	2,663	8,598	1,107	2,663	9,705	12,368	1,989	2001	2010	
Atlantic Business Center 3	Industrial	—	2,764	8,323	178	2,764	8,501	11,265	1,671	2001	2010	
Atlantic Business Center 4A	Industrial	—	1,804	6,156	47	1,804	6,203	8,007	1,338	2002	2010	
Atlantic Business Center 4B	Industrial	—	1,834	5,348	38	1,834	5,386	7,220	1,030	2002	2010	
Atlantic Business Center 5A	Industrial	—	1,980	5,933	1,219	1,980	7,152	9,132	1,362	2002	2010	
Atlantic Business Center 5B	Industrial	—	1,995	6,257	530	1,995	6,787	8,782	1,315	2004	2010	
Atlantic Business	Industrial	—	1,999	6,086	834	1,999	6,920	8,919	1,253	2004	2010	

Explanation of Responses:

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Center 6A Atlantic Business	Industrial —	1,988	6,155	43	1,988	6,198	8,186	1,173	2002	2010
Center 6B Atlantic Business	Industrial —	2,194	4,200	122	2,194	4,322	6,516	905	2005	2010
Center 7A Atlantic Business	Industrial —	2,066	6,915	50	2,066	6,965	9,031	1,468	2004	2010
Center 7B Atlantic Business	Industrial —	1,616	3,648	117	1,616	3,765	5,381	741	2005	2010
Center 8 Copans Business	Industrial —	1,710	3,718	238	1,710	3,956	5,666	799	1989	2010
Park 3 Copans Business	Industrial —	1,781	3,324	135	1,781	3,459	5,240	733	1989	2010
Park 4 Park Central Business	Industrial —	634	502	68	634	570	1,204	143	1982	2010
Park 2 Park Central Business	Industrial —	638	1,007	196	638	1,203	1,841	225	1982	2010
Park 3 Park Central Business	Industrial —	938	1,076	472	938	1,548	2,486	369	1985	2010
Park 4 Park Central Business	Industrial —	1,125	1,420	743	1,125	2,163	3,288	508	1986	2010
Park 5 Park Central Business	Industrial —	1,088	982	474	1,088	1,456	2,544	384	1986	2010
Park 6 Park Central Business	Industrial —	979	950	57	979	1,007	1,986	438	1986	2010
Park 7 Park Central Business	Industrial —	1,688	2,020	51	1,688	2,071	3,759	489	1999	2010
Park 10 Park Central Business	Industrial —	3,098	3,454	1,111	3,098	4,565	7,663	1,322	1995	2010
Park 11 Pompano Commerce	Industrial —	3,250	5,229	755	3,250	5,984	9,234	2,087	2010	2010
Ctr I Pompano Commerce	Industrial —	2,905	4,670	—	2,905	4,670	7,575	52	2015	2015
Ctr II Pompano Commerce	Industrial —	3,250	5,704	—	3,250	5,704	8,954	2,039	2010	2010

Explanation of Responses:

Ctr III

Pompano

Commerce	Industrial	—	2,897	3,939	—	2,897	3,939	6,836	35	2015	2015
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Ctr IV

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation
 December 31, 2015
 (in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to Development	Book Value 12/31/15		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land	Buildings		Land	Buildings				
Sample 95 Business Park 1	Industrial	—	3,300	6,380	137	3,300	6,517	9,817	1,304	1999	2010
Sample 95 Business Park 2	Industrial	10,520	2,963	6,367	108	2,963	6,475	9,438	1,369	1999	2011
Sample 95 Business Park 3	Industrial	7,665	3,713	4,298	339	3,713	4,637	8,350	980	1999	2011
Sample 95 Business Park 4	Industrial	—	1,688	5,146	615	1,688	5,761	7,449	1,101	1999	2010
Copans Business Park 1	Industrial	—	1,856	3,162	576	1,856	3,738	5,594	804	1989	2011
Copans Business Park 2	Industrial	—	1,988	3,528	234	1,988	3,762	5,750	807	1989	2011
Central Business Park 8-9	Industrial	—	4,136	6,592	629	4,136	7,221	11,357	1,582	1998	2011
Central Business Park 12	Industrial	8,889	2,696	6,170	757	2,696	6,927	9,623	1,365	1998	2011
Central Business Park 14	Industrial	—	1,635	2,902	375	1,635	3,277	4,912	673	1996	2011
Central Business Park 15	Industrial	—	1,500	2,150	833	1,500	2,983	4,483	589	1998	2011
Central Business Park 33	Industrial	—	2,438	3,100	1,689	2,438	4,789	7,227	854	1997	2011
Atlantic Business	Grounds	—	771	—	—	771	—	771	21	n/a	2010

Explanation of Responses:

Ctr.
10-KFC

Port Wentworth, Georgia 318 Grange Road	Industrial	447	957	4,152	75	880	4,304	5,184	1,174	2001	2006
246 Grange Road	Industrial	4,259	1,191	8,294	(14)	1,124	8,347	9,471	2,768	2006	2006
100 Logistics Way	Industrial	7,755	2,306	12,075	1,900	2,336	13,945	16,281	3,593	2006	2006
500 Expansion Blvd	Industrial	3,394	649	6,282	216	649	6,498	7,147	1,629	2006	2008
400 Expansion Blvd	Industrial	7,951	1,636	13,414	453	1,636	13,867	15,503	2,659	2007	2008
605 Expansion Blvd	Industrial	4,685	1,615	6,893	26	1,615	6,919	8,534	1,396	2007	2008
405 Expansion Blvd	Industrial	1,916	535	3,194	2	535	3,196	3,731	564	2008	2009
600 Expansion Blvd	Industrial	5,486	1,248	9,392	33	1,248	9,425	10,673	1,646	2008	2009
602 Expansion Blvd	Industrial	—	1,840	10,981	42	1,859	11,004	12,863	1,829	2009	2009
Raleigh, North Carolina WakeMed Brier Creek Healthplex	Medical Office	—	10	6,653	401	10	7,054	7,064	968	2011	2011
WakeMed Raleigh Medical Park	Medical Office	—	15	12,078	6,314	15	18,392	18,407	2,864	2012	2012
Walnut Creek Business Park I	Industrial	—	419	1,729	662	442	2,368	2,810	906	2001	2001
Walnut Creek Business Park II	Industrial	—	456	2,233	467	487	2,669	3,156	1,037	2001	2001
	Industrial	—	679	2,839	1,372	719	4,171	4,890	1,437	2001	2001

Explanation of Responses:

Walnut Creek Business Park III Walnut Creek Business Park IV	Industrial—	2,038	1,460	1,452	2,083	2,867	4,950	1,816	2004	2004
Walnut Creek Business Park V	Industrial—	1,718	2,976	642	1,718	3,618	5,336	1,484	2008	2008
Redlands, California Redlands Commerce Center	Industrial—	20,031	18,893	1,267	20,031	20,160	40,191	2,698	2001	2013

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Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation Schedule III
 December 31, 2015
 (in thousands)

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to Development Acquisition	Gross Book Value 12/31/15		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Branches	Buildings		Land/Buildings	Buildings				
Rockwall, Texas											
Baylor Emergency @ Rockwall	Medical Office	—	2,974	10,075	386	2,974	10,461	13,435	1,027	2014	2014
Rome, Georgia											
Harbin Cancer Center	Medical Office	—	718	14,032	44	718	14,076	14,794	2,295	2010	2012
Harbin Clinic Heart Center	Medical Office	—	2,556	10,363	—	2,556	10,363	12,919	1,212	1994	2012
Harbin Clinic 1825 MarthaBerry	Medical Office	—	—	28,714	(68)	—	28,646	28,646	3,047	1960	2012
Harbin Clinic Rome Dialysis	Medical Office	—	190	765	—	190	765	955	132	2005	2012
Harbin Specialty Center	Medical Office	—	2,203	14,764	—	2,203	14,764	16,967	2,179	2007	2012
Romeoville, Illinois											
Park 55 Bldg. 1	Industrial	8,237	6,433	7,705	1,877	6,433	9,582	16,015	4,351	2005	2005
Crossroads 2	Industrial	6,675	2,938	9,785	427	2,938	10,212	13,150	2,482	1999	2010
Crossroads 5 1341-1343	Industrial	6,885	5,296	6,199	255	5,296	6,454	11,750	3,616	2009	2010
Enterprise Drive	Industrial	—	3,776	12,660	—	3,776	12,660	16,436	325	2015	2015
Roseville, Minnesota											
I-35 Business Center 1	Industrial	—	1,655	5,961	1,019	1,655	6,980	8,635	1,269	1998	2011
I-35 Business Center 2	Industrial	—	1,373	4,135	31	1,373	4,166	5,539	761	2000	2011

Explanation of Responses:

Roswell, Georgia North Fulton Medical Plaza	Medical Office	—	291	10,908	777	291	11,685	11,976	1,958	2012	2012
Sandy Springs, Georgia Center Pointe I & II	Medical Office	—	13,552	14,977	25,658	13,562	40,625	54,187	15,603	2010	2007
Savannah, Georgia 198 Gulfstream	Industrial	5,322	549	3,805	174	549	3,979	4,528	1,137	1997	2006
194 Gulfstream	Industrial	—	412	2,514	20	412	2,534	2,946	676	1998	2006
190 Gulfstream	Industrial	—	689	4,391	209	689	4,600	5,289	1,301	1999	2006
250 Grange Road	Industrial	1,196	928	8,648	(22)	892	8,662	9,554	2,807	2002	2006
248 Grange Road	Industrial	506	664	3,496	(43)	613	3,504	4,117	1,128	2002	2006
163 Portside Court	Industrial	18,681	8,433	7,766	44	8,433	7,810	16,243	4,081	2004	2006
151 Portside Court	Industrial	1,114	966	7,140	650	966	7,790	8,756	1,951	2003	2006
175 Portside Court	Industrial	9,364	4,300	13,896	1,281	4,855	14,622	19,477	4,011	2005	2006
150 Portside Court	Industrial	—	3,071	22,480	1,374	3,071	23,854	26,925	8,076	2001	2006

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Duke Realty Corporation and Duke Realty
Limited Partnership
Real Estate and Accumulated Depreciation
December 31, 2015
(in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to 12/31/15		Gross Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land	Buildings	Development	Land/Land Improvements	Buildings					
235 Jimmy Deloach Parkway	Industrial	—	1,074	7,691	1,101	1,074	8,792	9,866	2,121	2001		2006
239 Jimmy Deloach Parkway	Industrial	—	1,074	6,493	525	1,074	7,018	8,092	1,774	2001		2006
246 Jimmy Deloach Parkway	Industrial	2,588	992	4,892	141	992	5,033	6,025	1,338	2006		2006
200 Logistics Way	Industrial	5,191	878	10,021	121	883	10,137	11,020	2,679	2006		2008
2509 Dean Forest Rd - Westport	Industrial	8,399	2,392	7,572	2,225	2,960	9,229	12,189	1,980	2008		2011
276 Jimmy Deloach Land	Grounds	—	2,267	—	276	2,520	23	2,543	454	n/a		2006
Sea Brook, Texas Bayport Logistics Center	Industrial	—	2,629	13,284	—	2,629	13,284	15,913	3,376	2009		2010
Bayport Logistics Center II	Industrial	—	5,116	7,663	—	5,116	7,663	12,779	352	2015		2015
Sebring, Florida Sebring Medical Complex	Medical Office	—	393	6,870	49	393	6,919	7,312	1,062	2008		2012
Shakopee, Minnesota MN Valley West	Industrial	—	1,496	6,112	41	1,496	6,153	7,649	1,045	2000		2011
Sharonville, Ohio Mosteller Distribution	Industrial	—	828	2,926	1,763	408	5,109	5,517	2,225	1997		1997

Explanation of Responses:

Ctr. II

Snellville, Georgia New Hampton Place	Medical Office	—	27	6,076	1,660	27	7,736	7,763	1,655	2011	2011
Springfield, Missouri Centerre/Mercy Rehab Hospital	Medical Office	—	2,729	18,319	—	2,729	18,319	21,048	1,817	2014	2014
Stafford, Texas Stafford Distribution Center	Industrial	—	3,502	3,670	3,326	3,502	6,996	10,498	2,882	2008	2008
Sterling, Virginia 22800 Davis Drive	Office	—	2,550	11,250	(4,504)	4,557	4,739	9,296	2,917	1989	2006
22714 Glenn Drive	Industrial	—	3,973	3,537	1,098	3,973	4,635	8,608	1,726	2007	2007
TransDulles Centre Building 16	Industrial	—	5,912	3,965	—	5,912	3,965	9,877	—	2015	2015
Summerville, Georgia Harbin Clinic Summerville Dial	Medical Office	—	195	1,182	—	195	1,182	1,377	327	2007	2012
Sumner, Washington Sumner Transit	Industrial	—	16,032	5,935	353	16,032	6,288	22,320	3,641	2005	2007

Duke Realty Corporation and Duke Realty
 Limited Partnership
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 December 31, 2015
 (in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Cost Capitalized Subsequent to 12/31/15	Book Value		Total (1)	Accum. Depr. (2)	Year Constructed/Renovated	Year Acquired
			Land/Buildings	Buildings		Land/Buildings	Buildings				
Sunrise, Florida VA Outpatient	Medical Office	—	5,132	20,887	837	5,132	21,724	26,856	3,306	2008	2012
Suwanee, Georgia 90 Horizon Drive	Industrial	—	180	1,274	107	180	1,381	1,561	339	2001	2010
225 Horizon Drive	Industrial	—	457	2,060	187	457	2,247	2,704	458	1990	2010
250 Horizon Drive	Industrial	—	1,625	6,441	1,043	1,625	7,484	9,109	1,660	1997	2010
70 Crestridge Drive 2780	Industrial	—	956	3,512	246	956	3,758	4,714	833	1998	2010
Horizon Ridge	Industrial	—	1,143	5,724	217	1,143	5,941	7,084	1,232	1997	2010
25 Crestridge Drive Genera Corp. BTS	Industrial	—	723	2,551	1,303	723	3,854	4,577	809	1999	2010
1000 Northbrook Parkway	Industrial	—	1,505	4,958	—	1,505	4,958	6,463	1,310	2006	2010
Tampa, Florida Fairfield Distribution Ctr I	Industrial	1,669	483	2,536	316	487	2,848	3,335	1,195	1998	1999
Fairfield Distribution Ctr II	Industrial	2,975	530	4,786	316	534	5,098	5,632	2,114	1998	1999
Fairfield Distribution Ctr III	Industrial	1,607	334	2,709	175	338	2,880	3,218	1,189	1999	1999
Fairfield Distribution Ctr IV	Industrial	1,688	600	1,323	1,468	604	2,787	3,391	1,103	1999	1999

Explanation of Responses:

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Fairfield Distribution Ctr V	Industrial	1,738	488	2,580	263	488	2,843	3,331	1,177	2000	2000
Fairfield Distribution Ctr VI	Industrial	2,678	555	3,514	955	555	4,469	5,024	1,665	2001	2001
Fairfield Distribution Ctr VII	Industrial	1,749	394	1,790	1,333	394	3,123	3,517	1,007	2001	2001
Fairfield Distrib. Ctr. VIII	Industrial	2,007	1,082	2,044	848	1,082	2,892	3,974	1,426	2004	2004
Eagle Creek Business Ctr. I	Industrial	—	3,705	2,355	1,557	3,705	3,912	7,617	2,309	2006	2006
Eagle Creek Business Ctr. II	Industrial	—	2,354	1,669	977	2,354	2,646	5,000	1,496	2007	2007
Eagle Creek Business Ctr. III	Industrial	—	2,332	2,237	1,745	2,332	3,982	6,314	2,165	2007	2007
VA Primary Care Annex at Tampa	Medical Office	—	7,456	25,437	22	7,456	25,459	32,915	1,747	2014	2014
Temple, Texas Bone & Joint Institute	Medical Office	—	1,534	17,382	1,522	1,613	18,825	20,438	2,232	2013	2013
Tracy, California 1400 Pescadero Ave	Industrial	—	9,633	39,644	—	9,633	39,644	49,277	4,557	2008	2013
Visalia, California 2500 North Plaza Dr	Industrial	—	2,746	22,503	—	2,746	22,503	25,249	2,495	2001	2013
Waco, Texas Hillcrest MOB 1	Medical Office	—	812	25,050	1,779	812	26,829	27,641	5,260	2009	2012
Hillcrest MOB 2	Medical Office	—	502	12,243	571	502	12,814	13,316	2,210	2009	2012
Hillcrest Cancer Center @ Waco	Medical Office	—	1,844	11,006	505	1,926	11,429	13,355	1,510	2013	2013

Duke Realty Corporation and Duke Realty
 Limited Partnership
 Real Estate and Accumulated Depreciation
 December 31, 2015
 (in thousands)

Schedule III

Name	Building Type	Encumbrances	Initial Cost		Development	Cost Capitalized Subsequent to 12/31/15		Gross Book Value	Total	Accum. Depr. (1)	Year Constructed/Renovated	Year Acquired
			Land/Buildings	Buildings		Land/Buildings	Buildings					
West Chester, Ohio												
World Park at Union Centre 10	Industrial	—	2,150	827	7,811	2,151	8,637	10,788	3,096	2006		2006
World Park at Union Centre 11	Industrial	—	2,592	6,065	189	2,592	6,254	8,846	3,307	2004		2004
World Park at Union Centre 2	Industrial	—	287	2,315	205	287	2,520	2,807	540	1999		2010
World Park at Union Centre 3	Industrial	—	1,125	6,042	248	1,125	6,290	7,415	1,272	1998		2010
World Park at Union Centre 5	Industrial	—	482	2,472	15	482	2,487	2,969	587	1999		2010
World Park at Union Centre 6	Industrial	—	1,219	6,415	214	1,219	6,629	7,848	1,454	1999		2010
World Park at Union Centre 7	Industrial	—	1,918	5,230	299	1,918	5,529	7,447	1,767	2005		2010
World Park at Union Centre 8	Industrial	—	1,160	5,985	1,165	1,160	7,150	8,310	1,250	1999		2010
World Park at Union Centre 9	Industrial	—	1,189	5,914	393	1,189	6,307	7,496	1,347	2001		2010
Wesley Chapel, Florida												
Wesley Chapel Wellness MOB	Medical Office	—	—	15,699	1,318	—	17,017	17,017	3,066	2012		2013

West Jefferson, Ohio Restoration Hardware BTS 15	Industrial	—	6,454	24,812	16,107	10,017	37,356	47,373	10,380	2008	2008
Commerce Pkwy (Mars, Inc.) 10 Enterprise Pkwy (Ace) 115	Industrial	—	10,439	27,143	63	10,439	27,206	37,645	7,453	2011	2011
Enterprise Pkwy (Bon-Ton)	Industrial	—	2,300	18,093	1	2,300	18,094	20,394	1,137	2014	2014
	Industrial	—	2,547	23,469	—	2,547	23,469	26,016	992	2015	2015
West Palm Beach, Florida Park of Commerce 1	Industrial	—	1,635	1,927	200	1,635	2,127	3,762	570	2010	2010
Park of Commerce 3	Industrial	—	2,160	4,340	588	2,320	4,768	7,088	1,307	2010	2010
Airport Center 1	Industrial	—	2,437	5,948	273	2,437	6,221	8,658	1,227	2002	2010
Airport Center 2	Industrial	—	1,706	4,495	238	1,706	4,733	6,439	936	2002	2010
Airport Center 3	Industrial	—	1,500	4,750	340	1,500	5,090	6,590	1,261	2002	2010
Park of Commerce #4	Grounds	5,717	5,934	—	—	5,934	—	5,934	24	n/a	2011
Park of Commerce #5	Grounds	6,017	6,308	—	—	6,308	—	6,308	24	n/a	2011
Westminster, Colorado Emerus SCL Health Westminster	Medical Office	—	2,849	15,477	—	2,849	15,477	18,326	143	2015	2015
Whitestown, Indiana AllPoints Anson Building 14	Industrial	—	2,127	8,155	886	2,127	9,041	11,168	2,256	2007	2011
Woodstock, Georgia											

NSH												
Cherokee	Medical	—	21	16,026	3,464	21	19,490	19,511	1,823	2013		2013
Towne Lake	Office											
MOB												
Zionsville,												
Indiana												
Marketplace	Industrial	—	2,147	2,407	2,533	2,147	4,940	7,087	1,934	2007		2007
at Anson												

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Duke Realty Corporation and Duke Realty Limited
Partnership

Real Estate and Accumulated Depreciation

Schedule III

December 31, 2015

(in thousands)

Name	Building Type	Initial Cost		Buildings	Cost Capitalized Subsequent to Development or Acquisition	Gross Book Value 12/31/15		Total (1)	Accum. Depr. (2)	Year Constructed
		Land	Buildings			Land	Buildings/TI			
Accum. Depr. on Improvements of Undeveloped Land		—	—	—	—	—	—	—	27,689	
Eliminations		—	—	—	(2,707)	(15)	(2,692)	(2,707)	(3,435)	
Properties held-for-sale						(9,797)	(39,480)	(49,277)	(7,183)	
		739,996	1,366,687	4,218,604	596,586	1,391,763	4,740,837	6,132,600	1,192,425	

(1) The tax basis (in thousands) of our real estate assets at December 31, 2015 was approximately \$6,492,821 (unaudited) for federal income tax purposes.

(2) Depreciation of real estate is computed using the straight-line method over 40 years for buildings and 15 years for land improvements for properties that we develop, 30 years for buildings and 10 years for land improvements for properties that we acquire, and shorter periods based on lease terms (generally 3 to 10 years) for tenant improvements.

	Real Estate Assets			Accumulated Depreciation		
	2015	2014	2013	2015	2014	2013
Balance at beginning of year	\$7,305,848	\$7,031,660	\$6,708,250	\$1,505,677	\$1,382,757	\$1,296,685
Acquisitions	28,025	117,981	474,213			
Construction costs and tenant improvements	421,404	592,651	498,097			
Depreciation expense				253,683	290,279	288,583
Consolidation of previously unconsolidated properties	—	—	14,081			
Cost of real estate sold or contributed	(1,468,635)	(350,698)	(591,966)	(458,393)	(97,032)	(131,496)
Impairment Allowance	(3,406)	(15,406)	—			
Write-off of fully depreciated assets	(101,359)	(70,340)	(71,015)	(101,359)	(70,327)	(71,015)
Balance at end of year including held-for-sale	\$6,181,877	\$7,305,848	\$7,031,660	\$1,199,608	\$1,505,677	\$1,382,757
Properties held-for-sale	(49,277)	(906,591)	(61,927)	(7,183)	(270,340)	(14,351)
Balance at end of year excluding held-for-sale	\$6,132,600	\$6,399,257	\$6,969,733	\$1,192,425	\$1,235,337	\$1,368,406

See Accompanying Notes to Independent Auditors' Report

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

DUKE REALTY CORPORATION

/s/ James B. Connor
James B. Connor
President, Chief Executive Officer and Director
(Principal Executive Officer)

/s/ Mark A. Denien
Mark A. Denien
Executive Vice President and Chief Financial Officer
(Principal Financial and Accounting Officer)

DUKE REALTY LIMITED PARTNERSHIP

By: DUKE REALTY CORPORATION, its general partner

/s/ James B. Connor
James B. Connor

President, Chief Executive Officer and Director of the General Partner
(Principal Executive Officer)

/s/ Mark A. Denien
Mark A. Denien
Executive Vice President and Chief Financial Officer of the General
Partner
(Principal Financial and Accounting Officer)

Date: February 19, 2016

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Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Date	Title
/s/ James B. Connor James B. Connor	2/19/2016	President, Chief Executive Officer and Director (Principal Executive Officer)
/s/ Mark A. Denien Mark A. Denien	2/19/2016	Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)
/s/ Thomas J. Baltimore, Jr.* Thomas J. Baltimore, Jr.	2/19/2016	Director
/s/ William Cavanaugh III* William Cavanaugh III	2/19/2016	Director
/s/ Alan H. Cohen* Alan H. Cohen	2/19/2016	Director
/s/ Ngaire E. Cuneo* Ngaire E. Cuneo	2/19/2016	Director
/s/ Charles R. Eitel* Charles R. Eitel	2/19/2016	Director
/s/ Martin C. Jischke* Martin C. Jischke	2/19/2016	Director
/s/ Dennis D. Oklak* Dennis D. Oklak	2/19/2016	Director
/s/ Melanie R. Sabelhaus* Melanie R. Sabelhaus	2/19/2016	Director
/s/ Peter M. Scott III* Peter M. Scott III	2/19/2016	Director
/s/ Jack R. Shaw* Jack R. Shaw	2/19/2016	Director

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/s/ Michael E. Szymanczyk* 2/19/2016 Director
Michael E. Szymanczyk

/s/ Lynn C. Thurber* 2/19/2016 Director
Lynn C. Thurber

/s/ Robert J. Woodward, Jr.* 2/19/2016 Director
Robert J. Woodward, Jr.

* By James B. Connor, Attorney-in-Fact /s/ James B. Connor

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